

<b>General information about company</b>	
Scrip code	541556
NSE Symbol	RITES
MSEI Symbol	NOTLISTED
ISIN	INE320J01015
Name of the entity	RITES LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory											Textual Information(1)						
Wether the listed entity has a Regular Chairperson											Yes						
Whether Chairperson is related to MD or CEO											No						
Sl. No.	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	No of directors
1	RAJEEV MEHROTRA	AAAPM0576D	01583143	Executive Director	Chairperson	CEO-MD	27-06-1961	01-09-2011	11-10-2017		118	1	0	0	0		1
2	AJAY KUMAR GAUR	AADPG8850D	05333257	Executive Director	Not Applicable		19-07-1959	02-09-2013	01-09-2018	31-07-2019	0	0	0	0	0		1
3	MUKESH RATHORE	ABCPR0904M	07669150	Executive Director	Not Applicable		19-10-1959	01-12-2016			35	1	0	1	0		1
4	GOPI SURESHKUMAR VARADARAJAN	AEDPV0933Q	08241385	Executive Director	Not Applicable		24-07-1962	27-09-2018	30-07-2019		46	1	0	1	0		1

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	No
5	Mr	AMAR PRAKASH DWIVEDI	AEBPD9095D	07122333	Non-Executive - Nominee Director	Not Applicable		01-01-1964	13-03-2015			0	2	0	0	0		
6	Mr	ALOK KUMAR TEWARI	AAIPT1542Q	06694407	Non-Executive - Nominee Director	Not Applicable		15-08-1960	30-05-2019	30-07-2019		0	1	0	0	0		
7	Mr	ANIL KUMAR GOEL	AAHPG3919P	00672755	Non-Executive - Independent Director	Not Applicable		02-01-1962	12-07-2019	30-07-2019		9	1	1	1	0		
8	Mr	SATISH SAREEN	AJTSP9561J	01874068	Non-Executive - Independent Director	Not Applicable		10-06-1966	12-07-2019	30-07-2019		9	1	1	1	1		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Note no prov: PA
9	Mr	PRAMOD KUMAR ANAND	ABWPA2129H	00298962	Non-Executive - Independent Director	Not Applicable		26-09-1954	19-09-2017	19-09-2017		36	1	1	1	0	
10	Ms	GEETHAKUMARY	BAKPG8345K	08087165	Non-Executive - Independent Director	Not Applicable		01-04-1966	15-03-2018	15-03-2018		36	1	1	1	0	
11	Mr	RAJENDRA NATH GOYAL	AARPG5740L	08087148	Non-Executive - Independent Director	Not Applicable		01-06-1951	15-03-2018	15-03-2018		36	1	1	1	0	

<b>Text Block</b>	
Textual Information(1)	* Shri Ajay Kumar Gaur has super-annuated on July 31, 2019. # Shri Anil Kumar Goel and Shri Satish Sareen has been appointed as directors w.e.f July 30, 2019.

<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01874068	SATISH SAREEN	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(1)
2	00298962	PRAMOD KUMAR ANAND	Non-Executive - Independent Director	Member	03-11-2017		
3	08087165	GEETHAKUMARY	Non-Executive - Independent Director	Member	21-03-2018		
4	07669150	MUKESH RATHORE	Executive Director	Member	27-08-2018		
5	00672755	ANIL KUMAR GOEL	Non-Executive - Independent Director	Member	01-08-2019		Textual Information(2)

<b>Sr Text Block</b>	
Textual Information(1)	Shri Satish Sareen has been appointed as Chairman w.e.f August 01, 2019.
Textual Information(2)	Shri Anil Kumar Goel has been appointed as a member w.e.f. August 01,2019.

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08087148	RAJENDRA NATH GOYAL	Non-Executive - Independent Director	Chairperson	21-03-2018		
2	00298962	PRAMOD KUMAR ANAND	Non-Executive - Independent Director	Member	01-05-2019		
3	07122333	AMAR PRAKASH DWIVEDI	Non-Executive - Nominee Director	Member	01-05-2019		
4	01874068	SATISH SAREEN	Non-Executive - Independent Director	Member	01-08-2019		Textual Information(1)
5	08087165	GEETHAKUMARY	Non-Executive - Independent Director	Member	01-05-2019	01-08-2019	Textual Information(2)



<b>Sr Text Block</b>	
Textual Information(1)	Shri Satish Sareen has been appointed as a member w.e.f. August 01, 2019.
Textual Information(2)	Ms. Geethakumary ceased to be a member w.e.f August 01, 2019.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00672755	ANIL KUMAR GOEL	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(1)
2	08087148	RAJENDRA NATH GOYAL	Non-Executive - Independent Director	Member	01-05-2019		
3	08241385	GOPI SURESHKUMAR VARADARAJAN	Executive Director	Member	01-08-2019		Textual Information(2)
4	01874068	SATISH SAREEN	Non-Executive - Independent Director	Member	01-08-2019		Textual Information(3)
5	05333257	AJAY KUMAR GAUR	Executive Director	Member	20-11-2017	31-07-2019	Textual Information(4)

<b>Sr Text Block</b>	
Textual Information(1)	Shri Anil Kumar Goel has been appointed as a Chairman w.e.f. 01.08.2019.
Textual Information(2)	Shri Gopi Sureshkumar Varadarajan has been appointed as a member w.e.f. August 01, 2019.
Textual Information(3)	Shri Satish Sareen has been appointed as a member w.e.f. August 01, 2019.
Textual Information(4)	Shri Ajay Kumar Gaur ceased to be member of Stakeholder Relationship Committee w.e.f July 31, 2019.

<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00298962	PRAMOD KUMAR ANAND	Non-Executive - Independent Director	Chairperson	03-11-2017		
2	08087165	GEETHAKUMARY	Non-Executive - Independent Director	Member	01-05-2019		
3	08087148	RAJENDRA NATH GOYAL	Non-Executive - Independent Director	Member	01-05-2019		
4	08241385	GOPI SURESHKUMAR VARADARAJAN	Executive Director	Member	01-08-2019		Textual Information(1)
5	07122333	AMAR PRAKASH DWIVEDI	Non-Executive - Nominee Director	Member	03-06-2016		
6	05333257	AJAY KUMAR GAUR	Executive Director	Member	03-06-2016	31-07-2019	Textual Information(2)

<b>Sr Text Block</b>	
Textual Information(1)	Shri Gopi Sureshkumar Varadarajan has been appointed as member w.e.f. 01.08.2019.
Textual Information(2)	Shri Ajay Kumar Gaur ceased to be a member w.e.f. July 31, 2019

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00672755	ANIL KUMAR GOEL	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(1)
2	08241385	GOPI SURESHKUMAR VARADARAJAN	Executive Director	Member	01-08-2019		Textual Information(2)
3	08087148	RAJENDRA NATH GOYAL	Non-Executive - Independent Director	Member	01-05-2019		
4	06694407	ALOK KUMAR TEWARI	Non-Executive - Nominee Director	Member	01-08-2019		Textual Information(3)
5	01874068	SATISH SAREEN	Non-Executive - Independent Director	Member	01-08-2019		Textual Information(4)
6	08087165	GEETHAKUMARY	Non-Executive - Independent Director	Member	21-03-2018	01-08-2019	Textual Information(5)
7	05333257	AJAY KUMAR GAUR	Executive Director	Member	03-06-2016	31-07-2019	Textual Information(6)
8	07122333	AMAR PRAKASH DWIVEDI	Non-Executive - Nominee Director	Member	03-06-2016	01-08-2019	Textual Information(7)

<b>Sr Text Block</b>	
Textual Information(1)	Shri Anil Kumar Goel has been appointed as a Chairman w.e.f. August 01, 2019.
Textual Information(2)	Shri Gopi Sureshkumar Varadarajan has been appointed as a member w.e.f August 01, 2019.
Textual Information(3)	Shri Alok Kumar Tewari has been appointed as a member w.e.f August 01, 2019.
Textual Information(4)	Shri Satish Sareen has been appointed as a member w.e.f August 01, 2019.
Textual Information(5)	Ms. Geethakumary ceased to be a member w.e.f August 01, 2019.
Textual Information(6)	Shri Ajay Kumar Gaur ceased to be a member w.e.f July 31, 2019.
Textual Information(7)	Shri Amar Prakash Dwivedi ceased to be a member w.e.f August 01, 2019.

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



<b>Annexure 1</b>							
<b>Annexure 1</b>							
<b>III. Meeting of Board of Directors</b>							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	29-05-2019				Yes	8	3
2	24-06-2019		25		Yes	9	3
3		30-07-2019	35		Yes	11	4
4		13-08-2019	13		Yes	10	5
5		21-09-2019	38		Yes	10	5

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)		
1	Audit Committee	29-05-2019				Yes	4	3
2	Audit Committee	24-06-2019	25			Yes	4	3
3	Audit Committee	13-08-2019	49			Yes	5	4
4	Stakeholders Relationship Committee	29-05-2019				Yes	2	1
5	Stakeholders Relationship Committee	13-08-2019	75			Yes	4	3
6	Corporate Social Responsibility Committee	29-05-2019				Yes	4	2

<b>Annexure 1</b>								
<b>IV. Meeting of Committees</b>								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Corporate Social Responsibility Committee	13-08-2019	75			Yes	5	3

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	ASHISH KUMAR SRIVASTAVA
2	Designation	Company Secretary and Compliance Officer

<b>Annexure III</b>				
<b>III. Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Dr Rajendra Nath Goyal, Chairman Nomination and Remuneration Committee (NRC) could not attend the meeting accordingly he authorised Dr. Pramod Kumar Anand to represent as Chairman of NRC
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

<b>Annexure III</b>		
1	Name of signatory	ASHISH KUMAR SRIVASTAVA
2	Designation	Company Secretary and Compliance Officer



<b>Signatory Details</b>	
Name of signatory	ASHISH KUMAR SRIVASTAVA
Designation of person	Company Secretary and Compliance Officer
Place	GURGAON
Date	07-10-2019

